

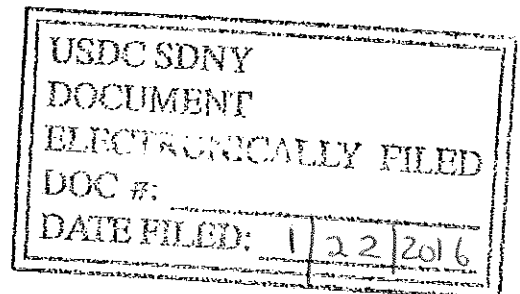
KELLOGG, HUBER, HANSEN, TODD, EVANS & FIGEL, P.L.L.C.

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January 21, 2016



*Via ECF*

The Honorable Denise L. Cote  
United States District Court for the Southern District of New York  
500 Pearl Street  
New York, NY 10007

**MEMO ENDORSED**

Re: *NCUA v. Goldman, Sachs & Co.*, No. 13-6721 (S.D.N.Y.)

Dear Judge Cote:

The parties have reached an agreement in principle to settle the above-captioned case, along with the related case pending before Judge Wu in the Central District of California. As Goldman Sachs publicly reported on January 14, 2016, *see* Exh. A, that agreement in principle is part of a global resolution of claims involving not only NCUA, but also the U.S. Department of Justice, the Federal Home Loan Banks of Chicago and Seattle, and the Attorneys General of Illinois and New York. For that reason, the parties require more than the typical amount of time to finalize the documentation of these agreements in principle.

The parties respectfully request that all case related deadlines in this case be stayed until March 18, 2016. Such a stay will allow the parties to work towards finalizing the documentation of the global settlement set forth above, and avoid the unnecessary expenditure of resources by the parties and the Court pending that settlement process. In order to keep the Court apprised of the progress of those efforts, the parties propose to provide a status report on February 12, 2016, and every two weeks thereafter until the settlement is finalized.

In the unlikely event the parties do not finalize their settlement agreement, the parties will agree to propose an expedited schedule for all pre-trial matters (including summary judgment briefing) so as to be ready for trial on the currently scheduled trial date of June 20, 2016.

Respectfully submitted,

/s/ David C. Frederick  
David C. Frederick  
Counsel for NCUA

*Approved.*  
*Denise Cote*  
*1/21/16*

Letter to Judge Cote

January 21, 2016

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cc: Richard H. Klapper  
SULLIVAN & CROMWELL LLP  
125 Broad Street  
New York, NY 10004  
*Counsel for Goldman, Sachs & Co.  
and GS Mortgage Securities Corp.*

# Exhibit A

MEDIA RELATIONS > PRESS RELEASES >

## GOLDMAN SACHS ANNOUNCES A SETTLEMENT IN PRINCIPLE WITH THE RMBS WORKING GROUP

[ ] [ ] [ ] [ ] [ ] [ ] [ ]

NEW YORK, January 14, 2016 — The Goldman Sachs Group, Inc. (NYSE: GS) today announced that it has reached an agreement in principle to resolve the ongoing investigation of the Residential Mortgage-Backed Securities Working Group of the U.S. Financial Fraud Enforcement Task Force (RMBS Working Group).

The agreement in principle will resolve actual and potential civil claims by the U.S. Department of Justice, the New York and Illinois Attorneys General, the National Credit Union Administration (as conservator for several failed credit unions) and the Federal Home Loan Banks of Chicago and Seattle, relating to the firm's securitization, underwriting and sale of residential mortgage-backed securities from 2005 to 2007.

The agreement in principle will reduce earnings for the fourth quarter of 2015 by approximately \$1.5 billion on an after-tax basis.

Under the terms of the agreement in principle, the firm will pay a \$2.385 billion civil monetary penalty, make \$875 million in cash payments and provide \$1.8 billion in consumer relief. The consumer relief will be in the form of principal forgiveness for underwater homeowners and distressed borrowers; financing for construction, rehabilitation and preservation of affordable housing; and support for debt restructuring, foreclosure prevention and housing quality improvement programs, as well as land banks.

Lloyd C. Blankfein, Chairman and Chief Executive Officer of The Goldman Sachs Group, Inc., stated, "We are pleased to have reached an agreement in principle to resolve these matters."

The agreement in principle is subject to the negotiation of definitive documentation, and there can be no assurance that the firm, the U.S. Department of Justice and the other applicable governmental authorities will agree on the definitive documentation.

The Goldman Sachs Group, Inc. is a leading global investment banking, securities and investment management firm that provides a wide range of financial services to a substantial and diversified client base that includes corporations, financial institutions,

governments and high-net-worth individuals. Founded in 1869, the firm is headquartered in New York and maintains offices in all major financial centers around the world.

*Cautionary Note Regarding Forward-Looking Statements:*

This press release contains "forward-looking statements" within the meaning of the safe harbor provisions of the U.S. Private Securities Litigation Reform Act of 1995. Forward-looking statements are not historical facts, but instead represent only the firm's beliefs regarding future events, certain of which, by their nature, are inherently uncertain and outside the firm's control. The firm has included in this press release, and directors, officers and employees of the firm may provide, information about the agreement in principle to resolve the RMBS Working Group investigation and its impact on the firm's results of operations, financial condition and cash flows. The statements with respect to the agreement in principle, including the reduction in earnings for the fourth quarter of 2015, are forward-looking statements, based on the firm's current expectations regarding the ultimate terms of the definitive settlement documentation. Accordingly, the effects of the definitive settlement, as well as the firm's ability to negotiate definitive documentation for the settlement, may change, possibly materially, from what is currently expected. For a discussion of some of the other risks and important factors that could affect the firm's results of operations, financial condition and cash flows, see "Risk Factors" in Part I, Item 1A of the firm's Annual Report on Form 10-K for the year ended December 31, 2014.

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